

**EXHIBIT B – Part 1**

**Compensation by Project Category:**

**April 1, 2011 – June 30, 2011;**

**and**

**Monthly Fee Application for the Period from:**

**April 1, 2011 – April 30, 2011**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**APRIL 1, 2011 - JUNE 30, 2011**

| <b>Matter Code</b> | <b>Project Category</b>                                  | <b>Hours</b> | <b>Amount</b>        |
|--------------------|--|--------------|----------------------|
| 0013               | Business Operations                                      | 48.6         | \$ 36,441.00         |
| 0014               | Case Administration                                      | 60.0         | 14,506.00            |
| 0015               | Claims Analysis/Objections/Administration (Non-Asbestos) | 2.9          | 2,073.50             |
| 0017               | Committee, Creditors', Noteholders', or Equity Holders'  | 58.3         | 42,226.50            |
| 0018               | Fee Application, Applicant                               | 30.6         | 13,330.50            |
| 0019               | Creditor Inquiries                                       | 7.9          | 6,818.50             |
| 0020               | Fee Application, Others                                  | 11.0         | 2,612.00             |
| 0022               | Environmental Matters/Regulations/Litigation             | 17.3         | 12,303.50            |
| 0035               | Travel - Non Working                                     | 16.3         | 12,914.50            |
| 0036               | Plan and Disclosure Statement                            | 322.6        | 251,423.00           |
| 0037               | Hearings   | 0.5          | 357.50               |
| 0047               | Tax Issues   | 0.1          | 71.50                |
|                    |  |              |                      |
|                    | <b>Sub Total</b>   | <b>576.1</b> | <b>\$ 395,078.00</b> |
|                    | <b>Less 50% Travel</b>                                   | <b>(8.1)</b> | <b>(6,457.25)</b>    |
|                    | <b>Total</b>   | <b>568.0</b> | <b>\$ 388,620.75</b> |

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

|                                   |   |   |
|-----------------------------------|---|---|
| In re:                            | ) |   |
|                                   | ) | Chapter 11  |
|                                   | ) |   |
|                                   | ) | Case No. 01-01139 (JKF)                                 |
| W.R. GRACE & CO., <u>et al.</u> , | ) | (Jointly Administered)                                  |
|                                   | ) |   |
| Debtors.                          | ) | <b>Objection Deadline:</b>                              |
|                                   | ) | <b>June 20, 2011 at 4:00 p.m.</b>                       |
|                                   | ) | <b>Hearing date: To be scheduled only if objections</b> |
|                                   | ) | <b>are timely filed and served.</b>                     |

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP ("Stroock"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the One Hundred and Twenty-First Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period April 1, 2011 through April 30, 2011, seeking compensation in the amount of \$137,671.50 and reimbursement for actual and necessary expenses in the amount of \$1,005.62.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **June 20, 2011 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul,

Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Janet S. Baer, Esquire, Baer Higgins Fruchtmann LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000),

and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi Ruhlander, Warren H. Smith and Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1250, Dallas, TX 75201 (Fax number 214-722-0081).

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Dated: May 31, 2011  
Wilmington, Delaware

**RESPECTFULLY SUBMITTED,**

/s/ Michael R. Lastowski

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Richard W. Riley (DE 4052)  
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Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

|                                   |   |  |
|-----------------------------------|---|--|
| In re:                            | ) |  |
|                                   | ) | Chapter 11                                       |
|                                   | ) |  |
|                                   | ) | Case No. 01-01139 (JKF)                          |
| W.R. GRACE & CO., <u>et al.</u> , | ) | (Jointly Administered)                           |
|                                   | ) |  |
| Debtors.                          | ) | Objection Deadline:                              |
|                                   | ) | June 20, 2011 at 4:00 p.m.                       |
|                                   | ) | Hearing date: To be scheduled only if objections |
|                                   | ) | are timely filed and served.                     |

**ONE HUNDRED AND TWENTY-FIRST MONTHLY FEE APPLICATION OF  
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM APRIL 1, 2011 THROUGH APRIL 30, 2011**

|  |   |
|--|---|
| Name of Applicant  | Stroock & Stroock & Lavan LLP             |
| Authorized to Provide<br>Professional Services to:   | Official Committee of Unsecured Creditors |
| Date of Retention:   | April 12, 2001                            |
| Period for which compensation and<br>reimbursement is sought                                       | April 1, 2011 – April 30, 2011            |
| Amount of Compensation sought as<br>actual, reasonable and necessary:                              | \$137,671.50 (80%: \$110,137.20)          |
| Amount of Expense Reimbursement sought<br>as actual, reasonable and necessary:                     | \$1,005.62                                |
| This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application |   |

**Attachment A****Monthly Interim Fee Applications**

|                               |                        | Payment Requested: |   | CNO Filed Approving: |             |
|-------------------------------|------------------------|--------------------|---|----------------------|-------------|
| Date Filed                    | Period Covered         | Fees               | Expenses                                      | Fees                 | Expenses    |
| May 30, 2001<br>D.I.339       | 4/12/01-<br>4/30/01    | \$138,926.00       | \$1,975.13                                    | \$111,140.80         | \$1,975.13  |
| July 2, 2001<br>D.I.613       | 5/1/01 –<br>5/31/01    | \$139,928.75       | \$6,884.73                                    | \$111,943.00         | \$6,884.73  |
| July 30, 2001<br>D.I.772      | 6/1/01 –<br>6/30/01    | \$91,019.00        | \$10,458.14                                   | \$72,815.20          | \$10,458.14 |
| September 5,<br>2001 D.I.889  | 7/1/01-<br>7/31/01     | \$92,308.00        | \$5,144.37                                    | \$73,846.40          | \$5,144.37  |
| October 2, 2001<br>D.I.983    | 8/1/01<br>8/31/01      | \$53,873.50        | \$3,069.88                                    | \$43,098.80          | \$3,069.88  |
| October 31, 2001<br>D.I.1058  | 9/1/01 –<br>9/30/01    | \$58,742.00        | \$6,801.32                                    | \$46,993.60          | \$6,801.32  |
| November 26, 2001<br>D.I.1239 | 10/1/01 –<br>10/31/01  | \$101,069.00       | \$3,562.09                                    | \$80,855.20          | \$3,562.09  |
| January 8, 2002<br>D.I.1470   | 11/1/01 –<br>11/30/01  | \$136,368.50       | \$8,847.34                                    | \$109,094.80         | \$8,847.34  |
| February 1, 2002<br>D.I.1608  | 12/01/01 –<br>12/31/01 | \$92,064.50        | \$9,471.47                                    | \$73,651.60          | \$9,471.47  |
| March 14, 2002<br>D.I.1812    | 01/01/02 –<br>01/31/02 | \$100,231.50       | \$14,675.58                                   | \$80,185.20          | \$14,675.58 |
| April 22, 2002<br>D.I.1951    | 02/01/02 –<br>02/28/02 | \$88,974.50        | \$16,863.97                                   | \$71,179.60          | \$16,863.97 |
| May 8, 2002<br>D.I.2029       | 03/01/02 –<br>03/31/02 | \$77,964.25        | \$1,190.44                                    | \$62,371.40          | \$1,190.44  |
| June 3, 2002<br>D.I.2156      | 04/01/02-<br>04/30/02  | \$97,251.50        | \$1,816.40 (Stroock)<br>\$9,772.37 (Chambers) | \$77,801.20          | \$11,588.86 |



|                                |                        | Payment Requested: |   | CNO Filed Approving: |              |
|--------------------------------|------------------------|--------------------|---|----------------------|--------------|
| Date Filed                     | Period Covered         | Fees               | Expenses  | Fees                 | Expenses     |
| July 2, 2002<br>D.I.2324       | 05/01/02 –<br>05/31/02 | \$74,910.75        | \$2,9154.43 (Stroock)<br>\$43,190.69 (Chambers) | \$59,928.60          | \$46,105.12  |
| August 5, 2002<br>D.I.2495     | 06/01/02 –<br>06/30/02 | \$73,096.75        | \$2,054.05 (Stroock)<br>\$114,666.72 (Chambers) | \$58,477.4011        | \$116,720.77 |
| September 20, 2002<br>D.I.2720 | 07/01/02 –<br>07/31/02 | \$90,903.27        | \$1,250.79 (Stroock)<br>\$11,996.25 (Chambers)  | \$72,722.61          | \$13,274.04  |
| October 29, 2002<br>D.I.2898   | 08/01/02 –<br>08/31/02 | \$93,151.25        | \$11,539.51 (Stroock)<br>\$5,046.70 (Chambers)  | \$74,521.00          | \$16,586.21  |
| November 14, 2002<br>D.I.2981  | 09/01/02 –<br>09/30/02 | \$96,613.25        | \$15,567.77 (Stroock)<br>\$771.50 (Chambers)    | \$77,290.60          | \$16,339.27  |
| December 10, 2002<br>D.I.3129  | 10/1/02 –<br>10/31/02  | \$68,404.00        | \$2,956.54 (Stroock)<br>\$1,780.75 (Chambers)   | \$54,723.20          | \$4,737.29   |
| January 28, 2003<br>D.I.3286   | 11/1/02 –<br>11/30/02  | \$75,345.50        | \$8,712.16 (Stroock)                            | \$60,276.40          | \$8,712.16   |
| February 7, 2003<br>D.I.3349   | 12/1/02 –<br>12/31/02  | \$27,683.50        | \$13,332.14 (Stroock)                           | \$22,146.80          | \$13,332.14  |
| March 26, 2003<br>D.I.3552     | 1/1/03 –<br>1/31/03    | \$88,139.00        | \$1,210.11 (Stroock)                            | \$70,511.20          | \$1,210.11   |
| April 7, 2003<br>D.I.3626      | 2/1/03 –<br>2/28/03    | \$76,313.00        | \$2,022.78 (Stroock)<br>\$1,077.80 (Chambers)   | \$61,050.40          | \$3,100.58   |
| April 29, 2003<br>D.I. 3718    | 3/1/03 –<br>3/31/03    | \$60,163.50        | \$6,191.15 (Stroock)                            | \$48,130.80          | \$6,191.15   |
| June 2, 2003<br>D.I. 3850      | 4/1/03 –<br>4/30/03    | \$60,269.00        | \$814.02 (Stroock)<br>\$2,043.00 (Chambers)     | \$48,215.20          | \$2,857.02   |
| July 1, 2003<br>D.I. 3983      | 5/1/03 –<br>5/31/03    | \$111,990.50       | \$691.84 (Stroock)<br>\$9,830.50 (Chambers)     | \$89,592.40          | \$10,522.34  |
| August 5, 2003<br>D.I. 4152    | 6/1/03 –<br>6/30/03    | \$43,824.00        | \$1,220.42 (Stroock)<br>\$61,755.00 (Chambers)  | \$35,059.20          | \$62,975.42  |

|                                 |                    | Payment Requested: |   | CNO Filed Approving: |              |
|---------------------------------|--------------------|--------------------|---|----------------------|--------------|
| Date Filed                      | Period Covered     | Fees               | Expenses  | Fees                 | Expenses     |
| September 4, 2003<br>D.I. 4381  | 7/1/03 – 7/31/03   | \$79,090.50        | \$2,301.33 (Stroock)<br>\$14,274.25 (Chambers)  | \$55,941.60          | \$16,575.58  |
| September 30, 2003<br>D.I. 4512 | 8/1/03 – 8/31/03   | \$69,927.00        | \$1,164.19 (Stroock)<br>\$12,488.94 (Chambers)  | \$55,941.60          | \$13,653.13  |
| October 29, 2003<br>D.I. 4625   | 9/1/03 – 9/30/03   | \$69,409.50        | \$1,076.94 (Stroock)<br>\$10,102.00 (Chambers)  | \$55,527.60          | \$11,178.94  |
| December 19, 2002<br>D.I. 4843  | 10/1/03 – 10/31/03 | \$96,980.50        | \$3,800.45 (Stroock)<br>\$42,881.50 (Chambers)  | \$77,584.40          | \$46,681.95  |
| January 23, 2003<br>D.I. 4976   | 11/1/03 – 11/30/03 | \$66,428.50        | \$1,225.38 (Stroock)<br>\$30,463.00 (Navigant<br>f/k/a Chambers)  | \$53,142.80          | \$31,688.38  |
| February 4, 2004<br>D.I. 5056   | 12/1/03 – 12/31/03 | \$52,321.50        | \$924.99 (Stroock)<br>\$27,005.00 (Navigant<br>f/k/a Chambers)  | \$41,857.20          | \$27,929.99  |
| March 17, 2004<br>D.I. 5309     | 1/1/04 – 1/31/04   | \$65,980.50        | \$1,917.93 (Stroock)<br>\$47,654.57 (Navigant<br>f/k/a Chambers)  | \$52,784.40          | \$49,572.50  |
| April 6, 2004<br>D.I. 5406      | 2/1/04 – 2/29/04   | \$90,421.50        | \$3,636.48 (Stroock)<br>\$35,492.50 (Navigant<br>f/k/a Chambers)  | \$72,337.20          | \$39,128.98  |
| April 28, 2004<br>D.I. 5498     | 3/1/04 – 3/31/04   | \$103,524.00       | \$5,567.34 (Stroock)  | \$82,819.20          | \$5,567.34   |
| June 14, 2004<br>D.I. 5803      | 4/1/04 – 4/30/04   | \$99,136.00        | \$3,518.96 (Stroock)<br>\$1,515.00 (Navigant<br>February)<br>\$49,667.00 (Navigant<br>March)<br>\$80,307.11 (Navigant<br>April) | \$79,308.80          | \$135,008.07 |
| July 2, 2004<br>D.I. 5917       | 5/1/04 – 5/31/04   | \$134,324.50       | \$2,409.97 (Stroock)<br>\$78,360.05 (Navigant<br>May)   | \$107,459.60         | \$80,770.02  |

|                                 |                       | Payment Requested: |  | CNO Filed Approving: |             |
|---------------------------------|-----------------------|--------------------|--|----------------------|-------------|
| Date Filed                      | Period Covered        | Fees               | Expenses   | Fees                 | Expenses    |
| August 2, 2004<br>D.I. 6105     | 6/1/04 –<br>6/30/04   | \$120,501.00       | \$1,831.49 (Stroock)<br>\$62,625.00 (Navigant<br>June)   | \$96,400.80          | \$64,456.49 |
| September 9, 2004<br>D.I. 6341  | 7/1/04 –<br>7/31/04   | \$72,394.00        | \$3,461.84 (Stroock)<br>\$40,427.50 (Navigant<br>July)   | \$57,915.20          | \$43,889.34 |
| September 23, 2004<br>D.I. 6444 | 8/1/04 –<br>8/31/04   | \$70,457.00        | \$1,764.40 (Stroock)   | \$56,365.60          | \$1,764.40  |
| October 14, 2004<br>D.I. 6625   | 9/1/04 –<br>9/30/04   | \$83,903.50        | \$1,535.61 (Stroock)<br>\$27,142.00 (Navigant<br>August)   | \$67,122.80          | \$28,677.61 |
| December 3, 2004<br>D.I. 7086   | 10/1/04 –<br>10/31/04 | \$200,155.50       | \$1,368.18 (Stroock)<br>\$ 24,659.00 (Navigant<br>September)                                     | \$160,124.40         | \$26,027.18 |
| January 7, 2005<br>D.I. 7481    | 11/1/04 –<br>11/30/04 | \$218,608.50       | \$14,019.09 (Stroock)<br>\$25,102.80 (Navigant<br>October)<br>\$27,972.34 (Navigant<br>November) | \$174,886.80         | \$67,094.23 |
| February 2, 2005<br>D.I. 7667   | 12/1/04 –<br>12/31/04 | \$235,503.70       | \$10,442.92 (Stroock)<br>\$62,687.97 (Navigant<br>December)                                      | \$188,402.96         | \$73,130.89 |
| March 15, 2005<br>D.I. 8026     | 1/1/05 –<br>1/31/05   | \$187,168.00       | \$4,411.55 (Stroock)<br>\$15,686.00 (Navigant<br>January)  | \$149,734.40         | \$20,097.55 |
| April 1, 2005<br>D.I. 8155      | 2/1/05 –<br>2/28/05   | \$108,180.25       | \$8,102.85 (Stroock)<br>\$18,303.37 (Navigant<br>February)                                       | \$86,544.20          | \$26,406.22 |
| April 25, 2005<br>D.I. 8331     | 3/1/05 –<br>3/31/05   | \$56,941.25        | \$287.23 (Stroock)<br>\$6,114.86 (Navigant<br>March)   | \$45,553.00          | \$6,402.09  |
| June 6, 2005<br>D.I. 8562       | 4/1/05 –<br>4/30/05   | \$127,695.00       | \$3,531.45 (Stroock)<br>\$20,129.06 (Navigant<br>April)  | \$102,156.00         | \$23,660.51 |

|                                 |                         | Payment Requested: |  | CNO Filed Approving: |             |
|---------------------------------|-------------------------|--------------------|--|----------------------|-------------|
| Date Filed                      | Period Covered          | Fees               | Expenses                                       | Fees                 | Expenses    |
| June 28, 2005<br>D.I. 8704      | 5/1/05 –<br>5/31/05     | \$115,453.75       | \$858.21 (Stroock)                             | \$78,855.20          | \$858.21    |
| August 3, 2005<br>D.I. 9135     | 6/1/05 –<br>6/30/05     | \$114,903.75       | \$4,871.74 (Stroock)<br>\$34,075.28 (Navigant) | \$91,923.00          | \$38,947.02 |
| September 8, 2005<br>D.I. 9356  | 7/1/05 –<br>7/31/05     | \$117,780.75       | \$2,088.44 (Stroock)<br>\$2,211.00 (Navigant)  | 94,224.60            | \$4,299.44  |
| October 14, 2005<br>D.I. 9565   | 8/1/05<br>8/31/05       | \$106,796.25       | \$5,046.99 (Stroock)<br>\$18,550.00 (Navigant) | \$85,437.00          | \$23,596.99 |
| November 1, 2005<br>D.I. 10951  | 9/1/05<br>9/31/05       | \$67,697.50        | \$1,399.68 (Stroock)<br>\$11,197.50 (Navigant) | \$54,158.00          | \$12,597.18 |
| November 29, 2005<br>D.I. 11202 | 10/1/05 -<br>10/31/05   | \$98,216.75        | \$1,611.30 (Stroock)<br>\$11,582.50 (Navigant) | \$78,573.40          | \$13,193.80 |
| January 9, 2006<br>D.I. 11507   | 11/1/05<br>11/30/05     | \$104,348.00       | \$2,847.45 (Stroock)<br>\$71,598.50 (Navigant) | \$83,478.40          | \$74,445.95 |
| January 30, 2006<br>D.I. 11655  | 12/1/05 –<br>12/31/05   | \$96,855.00        | \$1,379.53 (Stroock)<br>\$20,317.49 (Navigant) | \$77,484.00          | \$21,697.02 |
| March 1, 2006<br>D.I. 11921     | 1/1/06 –<br>1/31/06     | \$73,383.00        | \$1,810.85 (Stroock)<br>\$14,124.01 (Navigant) | \$58,706.40          | \$15,934.86 |
| March 28, 2006<br>D.I. 12134    | 2/1/06 –<br>2/28/06     | \$105,083.75       | \$1,434.62 (Stroock)<br>\$25,971.70 (Navigant) | \$84,067.00          | \$27,406.32 |
| May 2, 2006<br>D.I. 12354       | 3/1/2006 -<br>3/31/2006 | \$145,189.50       | \$2,512.81 (Stroock)<br>\$25,838.37 (Navigant) | \$116,151.60         | \$28,351.18 |
| May 31, 2006<br>D.I. 12558      | 4/1/2006 -<br>4/30/2006 | \$116,817.00       | \$2,141.42 (Stroock)<br>\$7,425.00 (Navigant)  | \$93,453.60          | \$9,566.42  |
| July 6, 2006<br>D.I. 12748      | 5/1/2006 –<br>5/31/2006 | \$121,304.50       | \$1,838.71 (Stroock)<br>\$17,493.75 (Navigant) | \$97,043.60          | \$19,332.46 |
| August 1, 2006<br>D.I. 12899    | 6/1/2006 –<br>6/30/2006 | \$94,856.50        | \$1,869.66 (Stroock)<br>\$38,548.75 (Navigant) | \$75,885.20          | \$40,418.41 |

|                                  |                         | Payment Requested: |   | CNO Filed Approving: |              |
|----------------------------------|-------------------------|--------------------|---|----------------------|--------------|
| Date Filed                       | Period Covered          | Fees               | Expenses  | Fees                 | Expenses     |
| August 30, 2006<br>D.I. 13117    | 7/1/2006 –<br>7/31/2006 | \$97,397.25        | \$496.76 (Stroock)<br>\$30,280.00 (Navigant)    | \$77,917.80          | \$30,776.76  |
| October 2, 2006<br>D.I. 13336    | 8/1/2006-<br>8/31/2006  | \$131,856.25       | \$98.34 (Stroock)<br>\$98,317.50 (Navigant)     | \$105,485.00         | \$98,415.84  |
| November 2, 2006<br>D.I. 13559   | 9/1/2006 –<br>9/30/2006 | \$150,960.00       | \$4,147.01 (Stroock)<br>\$91,179.11 (Navigant)  | \$120,768.00         | \$95,326.12  |
| November 29, 2006<br>D.I. 13838  | 10/1/06 –<br>10/31/06   | \$196,223.50       | \$915.14 (Stroock)<br>\$147,374.20 (Navigant)   | \$156,978.89         | \$148,289.34 |
| January 12, 2007<br>D.I. 14292   | 11/1/06 –<br>11/30/06   | \$188,638.00       | \$3,370.16 (Stroock)<br>\$133,438.70 (Navigant) | \$150,910.40         | \$136,808.86 |
| January 29, 2007<br>D.I. 14415   | 12/1/06 –<br>12/31/06   | \$99,832.00        | \$5,752.89 (Stroock)<br>\$55,245.22 (Navigant)  | \$79,865.60          | \$60,998.11  |
| March 8, 2007<br>D.I. 14810      | 1/1/2007 –<br>1/31/2007 | \$77,582.00        | \$962.06 (Stroock)<br>\$90,474.74 (Navigant)    | \$62,065.60          | \$91,436.80  |
| April 10, 2007<br>D.I. 15132     | 2/1/2007 –<br>2/28/2007 | \$119,140.50       | \$3,092.88 (Stroock)<br>\$77,301.25 (Navigant)  | \$95,312.40          | \$80,394.13  |
| May 1, 2007<br>D.I. 15457        | 3/1/2007 –<br>3/31/2007 | \$135,228.00       | \$6,635.25 (Stroock)<br>\$104,674.53 (Navigant) | \$108,182.40         | \$111,309.78 |
| June 22, 2007<br>D.I. 16136      | 4/1/2007 –<br>4/30/2007 | \$177,646.00       | \$815.81 (Stroock)<br>\$173,437.45 (Navigant)   | \$142,116.80         | \$174,253.26 |
| July 17, 2007<br>D.I. 16309      | 5/1/2007 –<br>5/31/2007 | \$205,937.25       | \$6,405.01 (Stroock)<br>\$162,431.03 (Navigant) | \$164,749.80         | \$168,836.04 |
| August 10, 2007<br>D.I. 16528    | 6/1/2007 –<br>6/30/2007 | \$225,650.50       | \$5,929.97 (Stroock)<br>\$200,294.81 (Navigant) | \$180,520.40         | \$206,224.78 |
| September 14, 2007<br>D.I. 16822 | 7/1/2007 –<br>7/31/2007 | \$157,268.50       | \$4,021.65 (Stroock)<br>\$208,116.54 (Navigant) | \$125,814.80         | \$212,138.19 |
| October 1, 2007<br>D.I. 16959    | 8/1/2007 –<br>8/31/2007 | \$145,866.50       | \$3,354.61 (Stroock)<br>\$210,152.54 (Navigant) | \$116,693.20         | \$213,507.15 |

|                                  |                         | Payment Requested: |  | CNO Filed Approving: |              |
|----------------------------------|-------------------------|--------------------|--|----------------------|--------------|
| Date Filed                       | Period Covered          | Fees               | Expenses   | Fees                 | Expenses     |
| November 19, 2007<br>D.I. 17394  | 9/1/2007 –<br>9/30/2007 | \$206,908.50       | \$3,056.89 (Stroock)                             | \$165,526.80         | \$3,056.89   |
| December 5, 2007<br>D.I. 17548   | 10/1/07 -<br>10/31/07   | \$288,976.50       | \$22,324.58 (Stroock)<br>\$325,509.63 (Navigant) | \$231,181.20         | \$347,834.21 |
| January 11, 2008<br>D.I. 17803   | 11/1/07 –<br>11/30/07   | \$249,372.50       | \$32,780.40 (Stroock)<br>\$162,394.93 (Navigant) | \$199,498.00         | \$195,175.33 |
| February 1, 2008<br>D.I. 17957   | 12/1/07 –<br>12/31/07   | \$116,522.50       | \$57,717.92 (Stroock)<br>\$47,444.43 (Navigant)  | \$93,218.00          | \$105,162.35 |
| March 4, 2008<br>D.I. 18202      | 1/1/08 –<br>1/31/08     | \$201,472.50       | \$3,282.80 (Stroock)<br>\$86,070.26 (Navigant)   | \$161,178.00         | \$89,353.06  |
| April 4, 2008<br>D.I. 18450      | 2/1/08 –<br>2/29/08     | \$195,491.00       | \$5,922.25 (Stroock)<br>\$73,924.16 (Navigant)   | \$156,392.80         | \$79,846.41  |
| April 29, 2008<br>D.I. 18639     | 3/1/08 –<br>3/31/08     | \$275,659.00       | \$11,217.17 (Stroock)<br>\$69,201.53 (Navigant)  | \$220,527.20         | \$80,418.70  |
| June 4, 2008<br>D.I. 18862       | 4/1/08 -<br>4/30/08     | \$298,888.00       | \$10,143.60 (Stroock)<br>\$38,800.00 (Navigant)  | \$239,110.40         | \$48,943.60  |
| July 1, 2008<br>D.I. 19032       | 5/1/08 -<br>5/31/08     | \$138,683.50       | \$3,649.95 (Stroock)                             | \$110,946.80         | \$3,649.95   |
| August 4, 2008<br>D.I. 19224     | 6/1/2008 -<br>6/30/2008 | \$213,559.00       | \$12,357.78 (Stroock)<br>\$96.84 (Navigant)      | \$170,847.20         | \$12,454.62  |
| September 10, 2008<br>D.I. 19516 | 7/1/2008 -<br>7/31/2008 | \$206,087.50       | \$6,717.13 (Stroock)<br>\$259.90 (Navigant)      | \$164,870.00         | \$6,977.03   |
| September 30, 2008<br>D.I. 19653 | 8/1/2008 –<br>8/31/2008 | \$212,928.50       | \$2,326.65 (Stroock)                             | \$170,342.80         | \$2,326.65   |
| November 6, 2008<br>D.I. 19949   | 9/1/2008 –<br>9/30/2008 | \$226,486.50       | \$2,844.77 (Stroock)                             | \$181,189.20         | \$2,844.77   |
| December 2, 2008<br>D.I. 20174   | 10/1/08 –<br>10/31/08   | \$270,097.00       | \$10,611.52 (Stroock)                            | \$216,077.60         | \$10,611.52  |

|  |                       | Payment Requested: |   | CNO Filed Approving: |             |
|--|-----------------------|--------------------|---|----------------------|-------------|
| Date Filed                                 | Period Covered        | Fees               | Expenses                                      | Fees                 | Expenses    |
| December 30, 2008<br>D.I. 20384 &<br>20385 | 11/1/08 –<br>11/30/08 | \$184,642.00       | \$5,870.24 (Stroock)                          | \$147,713.60         | \$5,870.24  |
| February 3, 2009<br>D.I. 20654             | 12/1/08 –<br>12/31/08 | \$102,648.50       | \$4,017.80 (Stroock)                          | \$82,118.80          | \$4,017.80  |
| March 3, 2009<br>D.I. 20906                | 1/1/09 –<br>1/31/09   | \$114,525.00       | \$2,458.44 (Stroock)                          | \$91,620.00          | \$2,458.44  |
| March 30, 2009<br>D.I. 21152               | 2/1/09 –<br>2/28/09   | \$141,569.00       | \$1,627.89 (Stroock)                          | \$113,255.20         | \$1,627.89  |
| April 29, 2009<br>D.I. 21475               | 3/1/09 –<br>3/31/09   | \$181,006.75       | \$3,270.02 (Stroock)                          | \$144,805.40         | \$3,270.02  |
| May 29, 2009<br>D.I. 21910                 | 4/1/09 –<br>4/30/09   | \$187,588.50       | \$1,545.41 (Stroock)                          | \$150,070.80         | \$1,545.41  |
| July 1, 2009<br>D.I. 22310                 | 5/1/09 –<br>5/31/09   | \$227,989.00       | \$9,428.79 (Stroock)                          | \$182,391.20         | \$9,428.79  |
| August 6, 2009<br>D.I. 22709               | 6/1/09 –<br>6/30/09   | \$238,611.25       | \$5,960.91 (Stroock)                          | \$190,889.00         | \$5,960.91  |
| September 25, 2009<br>D.I. 23338           | 7/1/09 –<br>7/31/09   | \$294,766.50       | \$17,306.20 (Stroock)                         | \$235,813.20         | \$17,306.20 |
| October 5, 2009<br>D.I. 23422              | 8/1/09 –<br>8/31/09   | \$299,544.25       | \$7,237.57 (Stroock)<br>\$2,812.50 (Navigant) | \$239,635.40         | \$10,050.07 |
| November 13, 2009<br>D.I. 23759            | 9/1/09 –<br>9/30/09   | \$349,937.50       | \$20,164.05 (Stroock)                         | \$279,950.00         | \$20,164.05 |
| December 1, 2009<br>D.I. 23897             | 10/1/09 –<br>10/31/09 | \$281,050.75       | \$12,457.25 (Stroock)                         | \$224,840.60         | \$12,457.25 |
| December 30, 2009<br>D.I. 24087            | 11/1/09 –<br>11/30/09 | \$219,347.00       | \$10,084.80 (Stroock)                         | \$175,477.60         | \$10,084.80 |
| January 29, 2010<br>D.I. 24211             | 12/1/09 –<br>12/31/09 | \$117,137.00       | \$3,532.36 (Stroock)                          | \$93,709.60          | \$3,532.36  |

|                                  |                           | Payment Requested: |                      | CNO Filed Approving: |            |
|----------------------------------|---------------------------|--------------------|----------------------|----------------------|------------|
| Date Filed                       | Period Covered            | Fees               | Expenses             | Fees                 | Expenses   |
| March 1, 2010<br>D.I. 24376      | 1/1/2010 –<br>1/31/2010   | \$193,442.75       | \$3,163.37 (Stroock) | \$154,754.20         | \$3,163.37 |
| March 30, 2010<br>D.I. 24537     | 2/1/2010 –<br>2/28/2010   | \$56,435.50        | \$1,668.29 (Stroock) | \$45,148.40          | \$1,668.29 |
| April 28, 2010<br>D.I. 24687     | 3/1/2010 –<br>3/31/2010   | \$42,209.00        | \$636.63 (Stroock)   | \$33,767.20          | \$636.63   |
| May 28, 2010<br>D.I. 24859       | 4/1/2010 –<br>4/30/2010   | \$44,465.00        | \$265.51 (Stroock)   | \$35,572.00          | \$265.51   |
| June 28, 2010<br>D.I. 24993      | 5/1/2010 –<br>5/31/2010   | \$36,946.50        | \$770.90 (Stroock)   | \$29,557.20          | \$770.90   |
| July 28, 2010<br>D.I. 25130      | 6/1/2010 –<br>6/30/2010   | \$52,374.50        | \$93.68 (Stroock)    | \$41,899.60          | \$93.68    |
| August 30, 2010<br>D.I. 25286    | 7/1/2010 –<br>7/31/2010   | \$20,240.00        | \$141.30 (Stroock)   | \$16,192.00          | \$141.30   |
| September 28, 2010<br>D.I. 25488 | 8/1/2010 –<br>8/31/2010   | \$23,595.50        | \$157.91 (Stroock)   | \$18,876.40          | \$157.91   |
| October 28, 2010<br>D.I. 25660   | 9/1/2010 –<br>9/30/2010   | \$25,244.50        | \$328.75 (Stroock)   | \$20,195.60          | \$328.75   |
| November 29, 2010<br>D.I. 25812  | 10/1/2010 –<br>10/31/10   | \$17,677.50        | \$90.00 (Stroock)    | \$14,142.00          | \$90.00    |
| December 28, 2010<br>D.I. 25963  | 11/1/2010 –<br>11/30/2010 | \$45,417.00        | \$307.06 (Stroock)   | \$36,333.60          | \$307.06   |
| January 28, 2011<br>D.I. 26140   | 12/1/2011 –<br>12/31/2011 | \$78,046.75        | \$2,238.40 (Stroock) | \$62,437.40          | \$2,238.40 |
| February 28, 2011<br>D.I. 26435  | 1/1/2011 –<br>1/31/2011   | \$37,267.00        | \$193.84 (Stroock)   | \$29,813.60          | \$193.84   |
| March 28, 2011<br>D.I. 26651     | 2/1/2011 –<br>2/28/2011   | \$145,264.75       | \$3,264.42 (Stroock) | \$116,211.80         | \$3,264.42 |



|                              |                         | Payment Requested: |                      | CNO Filed Approving: |            |
|------------------------------|-------------------------|--------------------|----------------------|----------------------|------------|
| Date Filed                   | Period Covered          | Fees               | Expenses             | Fees                 | Expenses   |
| April 28, 2011<br>D.I. 26834 | 3/1/2011 –<br>3/31/2011 | \$95,649.00        | \$1,447.38 (Stroock) | \$76,519.20          | \$1,447.38 |

WR GRACE & CO  
ATTACHMENT B  
APRIL 1, 2011 - APRIL 30, 2011

|                          | Hours        | Rate | Amount               | No. of Years in Position |
|--------------------------|--------------|------|----------------------|--------------------------|
| <b>Partners</b>          |              |      |                      |                          |
| Kruger, Lewis            | 1.5          | 995  | \$ 1,492.50          | 41                       |
| Pasquale, Kenneth        | 31.5         | 895  | 28,192.50            | 20                       |
|                          |              |      |                      |                          |
| <b>Associates</b>        |              |      |                      |                          |
| Krieger, Arlene G.       | 143.5        | 715  | 102,602.50           | 26                       |
|                          |              |      |                      |                          |
| <b>Paraprofessionals</b> |              |      |                      |                          |
| Magzamen, Michael        | 0.2          | 320  | 64.00                | 9                        |
| Mohamed, David           | 26.6         | 200  | 5,320.00             | 21                       |
|                          |              |      |                      |                          |
| <b>Total</b>             | <b>203.3</b> |      | <b>\$ 137,671.50</b> |                          |

# **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**APRIL 1, 2011 - APRIL 30, 2011**

| <b>Matter Code</b> | <b>Project Category</b>                                 | <b>Hours</b> | <b>Amount</b>        |
|--------------------|---|--------------|----------------------|
| 0014               | Case Administration                                     | 20.1         | \$ 5,719.50          |
| 0017               | Committee, Creditors', Noteholders', or Equity Holders' | 10.2         | 7,293.00             |
| 0018               | Fee Application, Applicant                              | 5.2          | 1,733.50             |
| 0019               | Creditor Inquiries                                      | 1.5          | 1,306.50             |
| 0020               | Fee Application, Others                                 | 6.1          | 1,220.00             |
| 0022               | Environmental Matters/Regulations/Litigation            | 3.5          | 2,502.50             |
| 0036               | Plan and Disclosure Statement                           | 156.1        | 117,467.50           |
| 0037               | Hearings  | 0.5          | 357.50               |
| 0047               | Tax Issues  | 0.1          | 71.50                |
|                    |   |              |                      |
|                    | <b>Total</b>  | <b>203.3</b> | <b>\$ 137,671.50</b> |

## STROOCK

## INVOICE

|             |                         |
|-------------|-------------------------|
| DATE        | May 25, 2011            |
| INVOICE NO. | 534622                  |
| CLIENT      | W R Grace & Co          |
|             | 7500 Grace Drive        |
|             | Columbia, MD 21044-4098 |

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through April 30, 2011, including:

|    |                                    |
|----|------------------------------------|
| RE | Case Administration<br>699843 0014 |
|----|------------------------------------|

| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
| 04/01/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 1.2   |
| 04/04/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 0.4   |
| 04/05/2011 | Obtain and circulate recently docketed pleadings in main case (.3); obtain and circulate recently docketed pleadings re: Garlock v. Grace case no. 11-199 (.4). | Mohamed, D. | 0.7   |
| 04/06/2011 | Obtain and circulate recently docketed pleadings in main case (.4); review case file documents (.7).  | Mohamed, D. | 1.1   |
| 04/07/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 0.5   |
| 04/08/2011 | Obtain and circulate recently docketed pleadings in main case (.4); monitor appeals case docket no. 11-199 (.2).  | Mohamed, D. | 0.6   |
| 04/11/2011 | Obtain and circulate recently docketed pleadings in main case (.7); prepare documents   | Mohamed, D. | 1.1   |

## STROOCK

| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
|            | for attorney review (.4).   |             |       |
| 04/12/2011 | Memorandum to D. Mohamed re: court call arrangements for 4/18/11 hearing.   | Krieger, A. | 0.1   |
| 04/12/2011 | Obtain and circulate recently docketed pleadings in main case (.5); research and obtain certain documents for attorney review (.8); schedule A. Krieger to appear telephonically at 4/18/11 hearing (.1). | Mohamed, D. | 1.4   |
| 04/13/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 0.5   |
| 04/14/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 0.5   |
| 04/15/2011 | Obtain and circulate recently docketed pleadings in main case (.6); monitor case docket no. 11-199 re: Garlock v. Grace (.1).   | Mohamed, D. | 0.7   |
| 04/18/2011 | Obtain and circulate recently docketed pleadings in main case (.4); review case file documents (1.3).   | Mohamed, D. | 1.7   |
| 04/20/2011 | Attend to Fee Auditor's Report on SSL's 39th Quarterly Fee Application and preparation of a response thereto (2.8); memorandum to D.M. re: Fee Auditor's request for certain time detail (.1).            | Krieger, A. | 2.9   |
| 04/20/2011 | Obtain and circulate recently docketed pleading in main case (.2); research and obtain documents for attorney review (.7).  | Mohamed, D. | 0.9   |
| 04/21/2011 | Obtain certain documents for attorney review.   | Mohamed, D. | 0.5   |
| 04/22/2011 | Obtain and circulate recently docketed pleadings re: Garlock v. Grace case no. 11-199.  | Mohamed, D. | 0.3   |
| 04/25/2011 | Obtain and circulate recently docketed pleadings in main case.  | Mohamed, D. | 0.4   |
| 04/26/2011 | O/c DM re: appellate briefs filed.  | Krieger, A. | 0.3   |
| 04/26/2011 | Obtain and circulate recently docketed pleadings in main case (.6); prepare documents for attorney review (.5).   | Mohamed, D. | 1.1   |

## STROOCK

| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
| 04/27/2011 | Obtain and circulate recently docketed pleadings in main case (.4); obtain and circulate recently docketed pleadings for attorney review re: Garlock's appeal (.7). | Mohamed, D. | 1.1   |
| 04/28/2011 | Obtain and circulate recently docketed pleadings in main case (.5); research and obtain documents for attorney review (.7).   | Mohamed, D. | 1.2   |
| 04/29/2011 | Obtain and circulate recently docketed pleadings in main case (.3); prepare documents for attorney review (.6).   | Mohamed, D. | 0.9   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL       |
|--------------------|-------|--------|-------------|
| Krieger, Arlene G. | 3.3   | \$ 715 | \$ 2,359.50 |
| Mohamed, David     | 16.8  | 200    | 3,360.00    |

|  |             |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 5,719.50 |
|--|-------------|

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 5,719.50 |
|-----------------------|-------------|

## STROOCK

|    |   |
|----|---|
| RE | Committee, Creditors', Noteholders', or Equity Holders' |
|    | 699843 0017   |

| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
| 04/21/2011 | Attend to memoranda for the Committee re: Motion for Approval of Administrative Consent Order with US re: Zonolite Road Site.   | Krieger, A. | 0.4   |
| 04/26/2011 | Attend to memorandum to the Committee re: appellate briefs (.8); attend to memorandum re: proposed consent order with US regarding Zonolite Road Site (2.6); o/c LK re: emails with KP re: discussion with creditor (.3). | Krieger, A. | 3.7   |
| 04/27/2011 | Attend to Committee memorandum re: Zonolite Road Consent Order motion.  | Krieger, A. | 3.2   |
| 04/28/2011 | Attend to Committee memorandum re: Zonolite Road Site Agreement, Debtors' objection to claim of Illinois DEP and CDN ZAI Representatives motion for appointment of agent.   | Krieger, A. | 2.3   |
| 04/29/2011 | Attend to memorandum for the Committee re: pending matters.   | Krieger, A. | 0.6   |

| SUMMARY OF HOURS                         | HOURS | RATE        | TOTAL       |
|--|-------|-------------|-------------|
| Krieger, Arlene G.                       | 10.2  | \$ 715      | \$ 7,293.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |       | \$ 7,293.00 |             |
| TOTAL FOR THIS MATTER                    |       | \$ 7,293.00 |             |



## STROOCK

|    |   |
|----|---|
| RE | Fee Application, Applicant<br>699843 0018 |
|----|---|

| DATE       | DESCRIPTION  | NAME         | HOURS |
|------------|--|--------------|-------|
| 04/13/2011 | Attend to Fee Auditors' response to SSL's 39th quarterly fee application.  | Krieger, A.  | 0.1   |
| 04/13/2011 | Review March Grace Expenses.   | Magzamen, M. | 0.2   |
| 04/14/2011 | Prepare draft of SSL's one hundred and twentieth monthly fee application.  | Mohamed, D.  | 0.8   |
| 04/26/2011 | Attend to SSL's March 2011 fee statement.  | Krieger, A.  | 1.1   |
| 04/27/2011 | Revise draft of SSL's one hundred and twentieth monthly fee application.   | Mohamed, D.  | 0.7   |
| 04/28/2011 | O/cs DM re: March 2011 fee statement.  | Krieger, A.  | 0.1   |
| 04/28/2011 | Review SSL's one hundred and twentieth monthly fee application for filing (.9); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7). | Mohamed, D.  | 2.2   |

| SUMMARY OF HOURS                         | HOURS | RATE        | TOTAL     |
|--|-------|-------------|-----------|
| Krieger, Arlene G.                       | 1.3   | \$ 715      | \$ 929.50 |
| Magzamen, Michael                        | 0.2   | 320         | 64.00     |
| Mohamed, David                           | 3.7   | 200         | 740.00    |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |       | \$ 1,733.50 |           |

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,733.50 |
|-----------------------|-------------|

## STROOCK

|    |                                   |
|----|-----------------------------------|
| RE | Creditor Inquiries<br>699843 0019 |
|----|-----------------------------------|

| DATE       | DESCRIPTION  | NAME         | HOURS |
|------------|--|--------------|-------|
| 04/12/2011 | Prep for and telephone conference with creditor re: appeal issues. | Pasquale, K. | 1.3   |
| 04/19/2011 | Attend to bank claim holder inquiry.                               | Krieger, A.  | 0.2   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL     |
|--------------------|-------|--------|-----------|
| Krieger, Arlene G. | 0.2   | \$ 715 | \$ 143.00 |
| Pasquale, Kenneth  | 1.3   | 895    | 1,163.50  |

|  |             |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,306.50 |
|--|-------------|

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,306.50 |
|-----------------------|-------------|

## STROOCK

|    |  |
|----|--|
| RE | Fee Application, Others<br>699843 0020 |
|----|--|

| DATE       | DESCRIPTION  | NAME        | HOURS |
|------------|--|-------------|-------|
| 04/04/2011 | Review Capstone's eighty-fourth monthly fee application for filing (.8); prepare notice and certificate of service re: same and forward to local counsel for filing (.5); prepare and effectuate service re: fee application (.7). | Mohamed, D. | 2.0   |
| 04/05/2011 | Review Capstone's eighty-fifth monthly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.7).                     | Mohamed, D. | 2.1   |
| 04/29/2011 | Review Capstone's eighty-sixth monthly fee application for filing (.8); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.6).                     | Mohamed, D. | 2.0   |

| SUMMARY OF HOURS | HOURS | RATE   | TOTAL       |
|------------------|-------|--------|-------------|
| Mohamed, David   | 6.1   | \$ 200 | \$ 1,220.00 |

|  |             |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,220.00 |
|--|-------------|

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,220.00 |
|-----------------------|-------------|

## STROOCK

|    |   |
|----|---|
| RE | Environmental Matters/Regulations/Litigation<br>699843 0022 |
|----|---|

| DATE       | DESCRIPTION  | NAME        | HOURS |
|------------|--|-------------|-------|
| 04/19/2011 | Attend to Debtors' motion for approval of consent order with the USA re: Zonolite Road Site in GA and preparation of memorandum for the Committee thereon. | Krieger, A. | 3.1   |
| 04/27/2011 | Attend to memorandum to J. Baer, R. Higgins re: information request on Zonolite Road Consent Order Motion.   | Krieger, A. | 0.2   |
| 04/28/2011 | Memoranda to and from J. Baer, R. Higgins re: additional inquiry on proposed Zonolite Road Consent order.  | Krieger, A. | 0.2   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL       |
|--------------------|-------|--------|-------------|
| Krieger, Arlene G. | 3.5   | \$ 715 | \$ 2,502.50 |

|  |             |
|--|-------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 2,502.50 |
|--|-------------|

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 2,502.50 |
|-----------------------|-------------|

# STROOCK

|    |                         |
|----|-------------------------|
| RE | Expenses<br>699843 0024 |
|----|-------------------------|

|  |         |
|--|---------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 0.00 |
|--|---------|

|                             |
|-----------------------------|
| MATTER DISBURSEMENT SUMMARY |
|-----------------------------|

|                           |          |
|---------------------------|----------|
| Outside Messenger Service | \$ 99.89 |
| Local Transportation      | 52.80    |
| Long Distance Telephone   | 324.01   |
| Westlaw                   | 528.92   |

|                             |             |
|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 1,005.62 |
|-----------------------------|-------------|

|                       |             |
|-----------------------|-------------|
| TOTAL FOR THIS MATTER | \$ 1,005.62 |
|-----------------------|-------------|

## STROOCK

|    |  |
|----|--|
| RE | Plan and Disclosure Statement<br>699843 0036 |
|----|--|

| DATE       | DESCRIPTION  | NAME         | HOURS |
|------------|--|--------------|-------|
| 04/01/2011 | Attend to case law for appellate brief (5.9); exchanged multiple memoranda with lenders' counsel re: statement of issues and attend to further revisions thereto (.8); memoranda with local counsel re: statement of issues (.3); attend to other parties statements of issues (.6). | Krieger, A.  | 7.6   |
| 04/03/2011 | Attend to preparation of appellate brief.  | Krieger, A.  | 4.3   |
| 04/04/2011 | Attend to preparation of appellate brief.  | Krieger, A.  | 7.7   |
| 04/04/2011 | Review parties post-trial briefs and outline appellate brief (3.2); review appellants' statements of issues (.3).  | Pasquale, K. | 3.5   |
| 04/05/2011 | Attend to preparation of appellate brief (7.9); attend to plan proponents' counter-designation of the record (.1).   | Krieger, A.  | 8.0   |
| 04/05/2011 | Outlined Appellate brief and issues and review case law.   | Pasquale, K. | 2.3   |
| 04/06/2011 | Attend to preparation of appellate brief (7.3); attend to MCC's counter-statement of issues (.1).  | Krieger, A.  | 7.4   |
| 04/06/2011 | Outlined appellate brief and issues.   | Pasquale, K. | 0.6   |
| 04/10/2011 | Attend to appellate brief.   | Krieger, A.  | 3.6   |
| 04/11/2011 | Attend to appellate brief (10.1); attend to acknowledgment of protective order (.2).   | Krieger, A.  | 10.3  |
| 04/11/2011 | Review appellate briefs.   | Kruger, L.   | 1.2   |
| 04/11/2011 | Review protective order and emails.  | Pasquale, K. | 0.2   |
| 04/11/2011 | Appellate brief outline, case law review.  | Pasquale, K. | 2.6   |

## STROOCK

| DATE       | DESCRIPTION  | NAME         | HOURS |
|------------|--|--------------|-------|
| 04/12/2011 | Attend to issues and caselaw for appellate brief (5.5); attend to Appellee's counter designation of the record (.1).   | Krieger, A.  | 5.6   |
| 04/13/2011 | Attend to issues and caselaw for appellate brief.  | Krieger, A.  | 6.3   |
| 04/14/2011 | Attend to issues for appellate brief and case law review.  | Krieger, A.  | 8.2   |
| 04/14/2011 | Review draft brief point re: Committee dissolution (.8); review memo re: case law (.4).  | Pasquale, K. | 1.2   |
| 04/15/2011 | Attend to memorandum re: appellate issues (2.1); attend to related case law (3.4).   | Krieger, A.  | 5.5   |
| 04/17/2011 | Attend to case law for appellate issues.   | Krieger, A.  | 2.3   |
| 04/18/2011 | Attend to possible appellate brief issues (2.6); attend to Debtors' letter to Judge Buckwalter re: Maryland Casualty's brief (.1).   | Krieger, A.  | 2.7   |
| 04/18/2011 | Revisions to draft appellate brief.  | Pasquale, K. | 2.2   |
| 04/19/2011 | Attend to draft appellate brief.   | Krieger, A.  | 0.4   |
| 04/19/2011 | Revisions to appellate brief point (.6); emails re: brief (.4).  | Pasquale, K. | 1.0   |
| 04/20/2011 | Attend to material for appellate brief and exchanged memoranda with bank lenders' counsel regarding same (3.9); attend to Motion for Order enlarging page limits and contact with local counsel re: same (.3). | Krieger, A.  | 4.2   |
| 04/20/2011 | Review and revise appeal page limit motion (.2); emails re: appeal brief issues (.7); review case law for appeal (1.2).  | Pasquale, K. | 2.1   |
| 04/21/2011 | Attend to joint appellate brief.   | Krieger, A.  | 7.4   |
| 04/21/2011 | Review and revise draft appellate brief (4.0); emails re: same (.6).   | Pasquale, K. | 4.6   |
| 04/22/2011 | Attend to draft joint brief on appeal (4.7); memorandum to Capstone re: inquiry for brief (.1).  | Krieger, A.  | 4.8   |

## STROOCK

| DATE       | DESCRIPTION   | NAME         | HOURS |
|------------|---|--------------|-------|
| 04/23/2011 | Attend to review and revisions to appellate brief.  | Krieger, A.  | 4.6   |
| 04/24/2011 | Attend to review and revisions to appellate brief.  | Krieger, A.  | 3.6   |
| 04/25/2011 | Attend to review and revisions to joint appellants' brief (10.8); memoranda with local counsel re: same (.2).   | Krieger, A.  | 11.0  |
| 04/25/2011 | Review and revise "final" draft of appellate brief (2.8); emails re: same (.5).   | Pasquale, K. | 3.3   |
| 04/26/2011 | Attend to Canadian representatives' motion to appoint administrator for ZAI PD fund (.3); attend to MCC's appellate brief (.1); attend to Arrowood's counter designation of the record, Anderson Memorial's motion for enlarged page limits, other (.1); attend to Notice re: final indices of jointly designated record and Appellees' counter-designation of record (.2). | Krieger, A.  | 0.7   |
| 04/26/2011 | T/c bank debt holders re: briefs and schedule.  | Kruger, L.   | 0.3   |
| 04/27/2011 | Memorandum with KP re: appellate briefs and with D. Mohamed re: same.   | Krieger, A.  | 0.2   |
| 04/27/2011 | Review appellate briefs of other appellants.  | Pasquale, K. | 3.8   |
| 04/28/2011 | Attend to briefs filed by other plan objectors.   | Krieger, A.  | 3.9   |
| 04/28/2011 | Continued review of appellants' brief to D. Ct.   | Pasquale, K. | 2.8   |
| 04/29/2011 | Attend to briefs by other appellants.   | Krieger, A.  | 3.4   |
| 04/30/2011 | Attend to other appellants' briefs.   | Krieger, A.  | 0.7   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL        |
|--------------------|-------|--------|--------------|
| Krieger, Arlene G. | 124.4 | \$ 715 | \$ 88,946.00 |
| Kruger, Lewis      | 1.5   | 995    | 1,492.50     |
| Pasquale, Kenneth  | 30.2  | 895    | 27,029.00    |



# STROOCK

|  |               |
|--|---------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 117,467.50 |
|--|---------------|

|                       |               |
|-----------------------|---------------|
| TOTAL FOR THIS MATTER | \$ 117,467.50 |
|-----------------------|---------------|

## STROOCK

|    |                         |
|----|-------------------------|
| RE | Hearings<br>699843 0037 |
|----|-------------------------|

| DATE       | DESCRIPTION                                  | NAME        | HOURS |
|------------|--|-------------|-------|
| 04/11/2011 | Attend to agenda notice for 4/10/11 hearing. | Krieger, A. | 0.1   |
| 04/18/2011 | Attend hearing re: Hillside claims matter.   | Krieger, A. | 0.4   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL     |
|--------------------|-------|--------|-----------|
| Krieger, Arlene G. | 0.5   | \$ 715 | \$ 357.50 |

|  |           |
|--|-----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 357.50 |
|--|-----------|

|                       |           |
|-----------------------|-----------|
| TOTAL FOR THIS MATTER | \$ 357.50 |
|-----------------------|-----------|

## STROOCK

|    |                           |
|----|---------------------------|
| RE | Tax Issues<br>699843 0047 |
|----|---------------------------|

| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
| 04/19/2011 | Attend to Debtors' objection to the withholding claims of the Illinois Department of Revenue. | Krieger, A. | 0.1   |

| SUMMARY OF HOURS   | HOURS | RATE   | TOTAL    |
|--------------------|-------|--------|----------|
| Krieger, Arlene G. | 0.1   | \$ 715 | \$ 71.50 |

|  |          |
|--|----------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 71.50 |
|--|----------|

|                       |          |
|-----------------------|----------|
| TOTAL FOR THIS MATTER | \$ 71.50 |
|-----------------------|----------|

|  |               |
|--|---------------|
| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 137,671.50 |
| TOTAL DISBURSEMENTS/CHARGES              | \$ 1,005.62   |
| TOTAL BILL                               | \$ 138,677.12 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**APRIL 1, 2011 - APRIL 30, 2011**

|                          | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>        |
|--------------------------|--------------|-------------|----------------------|
| <b>Partners</b>          |              |             |                      |
| Kruger, Lewis            | 1.5          | \$ 995      | \$ 1,492.50          |
| Pasquale, Kenneth        | 31.5         | 895         | 28,192.50            |
|                          |              |             |                      |
| <b>Associates</b>        |              |             |                      |
| Krieger, Arlene G.       | 143.5        | 715         | 102,602.50           |
|                          |              |             |                      |
| <b>Paraprofessionals</b> |              |             |                      |
| Magzamen, Michael        | 0.2          | 320         | 64.00                |
| Mohamed, David           | 26.6         | 200         | 5,320.00             |
|                          |              |             |                      |
| <b>Total</b>             | <b>203.3</b> |             | <b>\$ 137,671.50</b> |

## **EXHIBIT C**

**WR GRACE & CO**  
**DISBURSEMENT SUMMARY**  
**APRIL 1, 2011 - APRIL 30, 2010**

|                           |                   |
|---------------------------|-------------------|
| Outside Messenger Service | \$ 99.89          |
| Local Transportation      | 52.80             |
| Long Distance Telephone   | 324.01            |
| Westlaw                   | 528.92            |
|                           |                   |
| <b>TOTAL</b>              | <b>\$1,005.62</b> |

## STROOCK

Disbursements Register

|        |                         |
|--------|-------------------------|
| DATE   | May 25, 2011            |
| CLIENT | W R Grace & Co          |
|        | 7500 Grace Drive        |
|        | Columbia, MD 21044-4098 |

FOR EXPENSES INCURRED in the captioned matter for the period through April, 2011  
including:

| DATE                             | DESCRIPTION  | AMOUNT |
|----------------------------------|--|--------|
| <b>Outside Messenger Service</b> |  |        |
| 04/04/2011                       | VENDOR: UPS; INVOICE#: 0000010X827141; DATE: 04/02/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn<br>S. Marra Duane Morris LLP, 222 Delaware Ave, Wilmington, DE<br>19801 Tracking #:1Z10X8270190159181 on 03/28/2011                        | 7.45   |
| 04/04/2011                       | VENDOR: UPS; INVOICE#: 0000010X827141; DATE: 04/02/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi<br>Ruhlander Esq Warren H. Smith and Associates, 325 N St Paul St,<br>Dallas, TX 75201 Tracking #:1Z10X8270192894794 on 03/28/2011        | 10.56  |
| 04/04/2011                       | VENDOR: UPS; INVOICE#: 0000010X827141; DATE: 04/02/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO David<br>B. Siegal W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044<br>Tracking #:1Z10X8270197189001 on 03/28/2011                           | 7.45   |
| 04/04/2011                       | VENDOR: UPS; INVOICE#: 0000010X827141; DATE: 04/02/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dave<br>Klauder Esq. Office of the United States Trustee, 844 N King St,<br>Wilmington, DE 19801 Tracking #:1Z10X8270198232596 on<br>03/28/2011 | 7.45   |
| 04/15/2011                       | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dave<br>Klauder Esq. Office of the United States Trustee, 844 N King St,<br>Wilmington, DE 19801 Tracking #:1Z10X8270190133636 on<br>04/04/2011 | 7.58   |
| 04/15/2011                       | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi<br>Ruhlander Esq Warren H. Smith and Associates, 325 N St Paul St,  | 10.75  |



## STROOCK

| PAGE: 2                                |  |              |
|--|--|--------------|
| DATE                                   | DESCRIPTION  | AMOUNT       |
|  | Dallas, TX 75201 Tracking #:1Z10X8270190186820 on 04/04/2011   |              |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO David<br>B. Siegal W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044<br>Tracking #:1Z10X8270196226141 on 04/04/2011                           | 7.58         |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn<br>S. Marra Duane Morris LLP, 222 Delaware Ave, Wilmington, DE<br>19801 Tracking #:1Z10X8270199795558 on 04/04/2011                        | 7.58         |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO David<br>B. Siegal W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044<br>Tracking #:1Z10X8270191695297 on 04/05/2011                           | 7.58         |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn<br>S. Marra Duane Morris LLP, 222 Delaware Ave, Wilmington, DE<br>19801 Tracking #:1Z10X8270192119685 on 04/05/2011                        | 7.58         |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dave<br>Klauder Esq. Office of the United States Trustee, 844 N King St,<br>Wilmington, DE 19801 Tracking #:1Z10X8270194408878 on<br>04/05/2011 | 7.58         |
| 04/15/2011                             | VENDOR: UPS; INVOICE#: 0000010X827151; DATE: 04/09/2011;<br>FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi<br>Ruhlander Esq Warren H. Smith and Associates, 325 N St Paul St,<br>Dallas, TX 75201 Tracking #:1Z10X8270195879199 on 04/05/2011        | 10.75        |
| <b>Outside Messenger Service Total</b> |  | <b>99.89</b> |
| <b>Local Transportation</b>            |  |              |
| 04/19/2011                             | VENDOR: NYC Taxi; Invoice#: 925021; Invoice Date: 04/15/2011;<br>Voucher #: 1113315595; Arlene Krieger 04/05/2011 20:26 from 180<br>MAIDEN LA MANHATTAN NY TO MANHATTAN NY   | 52.80        |
| <b>Local Transportation Total</b>      |  | <b>52.80</b> |

## STROOCK

PAGE: 3

| DATE                                 | DESCRIPTION  | AMOUNT        |
|--------------------------------------|--|---------------|
| <b>Long Distance Telephone</b>       |  |               |
| 04/08/2011                           | EXTN.795562, TEL.2015877123, S.T.14:53, DUR.00:02:48   | 1.67          |
| 04/11/2011                           | EXTN.795475, TEL.3128622819, S.T.16:01, DUR.00:01:34   | 1.11          |
| 04/12/2011                           | EXTN.795562, TEL.4045723450, S.T.12:48, DUR.00:00:04   | 0.56          |
| 04/12/2011                           | EXTN.795562, TEL.4048817285, S.T.13:00, DUR.00:11:34   | 6.67          |
| 04/18/2011                           | VENDOR: Chase Card Services; INVOICE#: 040211; DATE: 4/2/2011 - visa charge 03/04/11 CourtCall | 65.00         |
| 04/18/2011                           | VENDOR: Chase Card Services; INVOICE#: 040211; DATE: 4/2/2011 - visa charge 03/04/11 CourtCall | 65.00         |
| 04/18/2011                           | VENDOR: Chase Card Services; INVOICE#: 040211; DATE: 4/2/2011 - visa charge 03/30/11 CourtCall | 184.00        |
| <b>Long Distance Telephone Total</b> |  | <b>324.01</b> |
| <b>Westlaw</b>                       |  |               |
| 04/07/2011                           | Duration 1; by Krieger, Arlene G.  | 64.75         |
| 04/12/2011                           | Duration 0; by Pasquale, Kenneth   | 30.92         |
| 04/14/2011                           | Duration 0; by Krieger, Arlene G.  | 183.00        |
| 04/15/2011                           | Duration 0; by Krieger, Arlene G.  | 30.50         |
| 04/17/2011                           | Duration 0; by Krieger, Arlene G.  | 122.00        |
| 04/21/2011                           | Duration 2; by Wojcik, Mark R.   | 47.00         |
| 04/25/2011                           | Duration 1; by Krieger, Arlene G.  | 50.75         |
| <b>Westlaw Total</b>                 |  | <b>528.92</b> |

# STROOCK

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PAGE: 4

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BILL DISBURSEMENT SUMMARY

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|                           |          |
|---------------------------|----------|
| Outside Messenger Service | \$ 99.89 |
| Local Transportation      | 52.80    |
| Long Distance Telephone   | 324.01   |
| Westlaw                   | 528.92   |

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|                             |             |
|-----------------------------|-------------|
| TOTAL DISBURSEMENTS/CHARGES | \$ 1,005.62 |
|-----------------------------|-------------|

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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.